

PJFA

CONSTITUTION

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Note Please Highlight Changes in **Yellow** as is.

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PART 1—PRELIMINARY

1 Name

The name of the incorporated association is the Portland Junior Football Association, in these Rules referred to as 'the PJFA' or 'the League'.

2 Purposes

The purposes of the PJFA' are:-

1. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the PJFA; to obtain from any such Government or Authority any rights, privileges and concessions which the PJFA may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions
2. To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the PJFA in the shape of donations, annual subscriptions or otherwise.
3. To print and publish any newspapers, periodicals, books or leaflets that the PJFA may think desirable for the promotions of its objects.
4. To make donations for patriotic, charitable or community purposes.
5. To do all such other things as are incidental or conducive to the attainment of the purposes and the exercise of the powers of the PJFA

3 Financial year

The financial year of the PJFA is each period of 12 months ending on 30th November.

4 Definitions

In these Rules—

Absolute majority, means a majority of affiliated clubs voting on a resolution which may be determined by a majority of more than 50%;

Affiliated Club means a football club affiliated with the PJFA whose application for membership has been approved in accordance with these rules;

AFL Victoria means Australian Football League Victoria and is the parent body of AFL Victoria Country

Affiliated Club member means a member as per rule 12(1);

Commission means the AFL Victoria Commission, being the governing body of the PJFA;

Business Day means a day excluding a Saturday, Sunday or Public Holiday in Victoria:

By Laws means the football by-laws of the PJFA hand book

Chairperson of all meetings, means the person chairing the meeting as required under rule 39;

Delegate means the person who represents and votes on behalf of an affiliated club at meetings of the PJFA who shall be the President of their Club or a nominated representative of the club;

Delegate Meetings means the meeting of affiliated club delegates and Executive committee members.

Disciplinary meeting means a meeting of the PJFA convened for the purposes of Rule 14;

Disciplinary subcommittee means the subcommittee appointed under Rule 15;

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Electronic address means email, website, SMS or any other form of notification;

Executive committee board of personal which consist of the President, Vic President, Administrator and (1) Executive member.

Financial year means the 12-month period specified in Rule 3;

General meeting means a general meeting of the members of the PJFA convened in accordance with Part 4 and includes, annual general meeting, and a special general meeting;

League means a group of clubs for competition of football as defined under these Rules;

Life Member means a person who has been awarded life membership of the PJFA for outstanding services, in accordance with the processes defined within the PJFA By-Laws;

Member entitled to vote means a member who under rule 12(1) is entitled to vote at a general meeting;

Official means any person acting on behalf of an affiliated member club in relation to any match approved or controlled by the PJFA or any elected office bearer of a member club;

Respondent An person that is the subject of disciplinary action as per rule 14.

Seal means the common seal of the PJFA

Statement of Purposes means the Statement of Purposes of the PJFA as provided in Rule 2;

Special resolution means a resolution that requires not less than three-quarters of the members voting at a general meeting, to vote in favour of the resolution;

The Act means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act;

The Registrar means the Registrar of Incorporated Associations.

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PART 2—POWERS OF THE PJFA

5 Powers of the PJFA.

1. Subject to the Act, the PJFA has power to do all things incidental or conducive to achieve its purposes.
2. Without limiting sub rule (1), the PJFA may—
 - (a) open and operate accounts with financial institutions;
 - (b) invest its money in any security in which trust monies may lawfully be invested;
 - (c) raise and borrow money on any terms and in any manner as it thinks fit;
 - (d) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
 - (e) appoint agents to transact business on its behalf;
 - (f) enter into any other contract it considers necessary or desirable.
3. The PJFA may only exercise its powers and use its income and assets (including any surplus) for its purposes.

6 Not for Profit Organisation

1. The PJFA must not distribute any surplus, income or assets directly or indirectly to its members.
2. Sub rule (1) does not prevent the PJFA from paying a member —
 - (a) reimbursement for expenses properly incurred by the member; or
 - (b) for goods or services provided by the member - if this is done in good faith on terms no more favourable than if the member was not a member.

PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

Division 1—Membership

7 Membership

1. The PJFA shall consist of the following members:
 - (a) Affiliated Clubs
 - (b) Life Members
2. All member clubs of the PJFA are required to keep the PJFA properly and promptly informed of contact particulars (or changes there to) for their clubs and officials, including electronic mail addresses.

8 Application for Affiliation or Association

1. A Club seeking to become an Affiliate Club, shall make a written application to the PJFA to become an Affiliate Club by the 31st of August of the preceding year accompanied by an

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application fee, if any as determined by the executive committee, which shall be refunded in the event that the application is unsuccessful.

2. Any club seeking to participate in competitions conducted by the PJFA, must satisfy the Executive committee of the following, namely, that:
 - (a) It is incorporated pursuant to the Associations Incorporation Reform Act 2012 or be a company incorporated pursuant to the Corporations Act;
 - (b) It's application will comply with and satisfy AFL Victoria, A requirements for transfer of clubs between leagues;
 - (c) It's facilities and financial circumstances are of a standard acceptable to the Executive committee;
 - (d) It's name and uniform are acceptable to the Executive committee or will be altered in a manner that is acceptable to the Executive committee
 - (e) It will satisfy the playing criteria as set by the Executive committee;

9 Consideration of Application

1. As soon as practical, and no more than thirty (30) days after an application for a club affiliation is received, the Executive committee shall accept or reject the application for affiliation. This shall be voted on by the all affiliated club in accordance with the rules of AFL Victoria.
2. The Executive committee must notify the applicant in writing of the determination of the Special General Meeting as soon as practicable after the decision is made.
3. If the application is rejected, the Executive committee must return any money accompanying the application to the applicant.
4. No reason needs to be given for the rejection of an application.

10 New Affiliation

1. If an application for affiliation is approved by the Executive committee:-
 - (a) the resolution to accept the affiliation must be recorded in the minutes of the Executive committee and
 - (b) the Administrator must, as soon as practicable, enter the name and address of the new member, and the date of becoming a member, in the register of members.
2. A club becomes a member of the PJFA and, subject to rule 12(1), is entitled to exercise his or her rights of membership from the date, whichever is the later, on which—
 - (a) the Executive committee approves the club's affiliation; or
 - (b) the club pays the affiliation fee.
3. A Club, upon being admitted to membership of the PJFA, may not resign from the PJFA or move to another League without first obtaining the written approval of AFL Victoria.

11 Annual Affiliation Fee

1. At least twenty one (21) days prior to the annual general meeting, the Executive committee shall advise affiliated members clubs in writing regarding-
 - (a) the amount of the annual affiliation fee (if any) for the following financial year; and
 - (b) the date for payment of the annual affiliation fee, which shall be no less than 48 hours prior to the annual general meeting.
2. The Executive committee may determine that a lower annual affiliation fee is payable by associate members.
3. The rights of a member (including the right to vote) who has not paid the annual affiliation fee by the due date are suspended until the affiliation fee is paid.
4. Each Member Club of the PJFA, in order to maintain its entitlement to Membership must make due and punctual payment of all fees payable under these Rules prior to the Annual General Meeting or enter into and comply with a financial arrangement as approved by the Executive committee from time to time.
5. Payment of affiliation fees shall indicate that an affiliated club agrees that their club, its players and its members, will comply with the Rules, By-Laws and resolutions of the PJFA, the Rules, By-Laws and resolutions of AFL Victoria.

12 Affiliated Club Member

1. A person shall be classed an affiliated club member if they are —
 - (a) The parent or parents of a registered player or
 - (b) Step father or Step Mother of registered player or
 - (c) Legal Guardian of a registered player.
 - (d) Any person who hold a listed position within an affiliated club. Their position must be documented and recorded within the affiliated clubs meeting minutes.
2. A grandparent shall not be classed as a affiliated club member unless they fall under sub rule 1. (c) however if they are supporting the a player then disciplinary action can be taken against them as per an affiliated club member.
3. Game day Guardians of a player shall not be classed as a affiliated club member however if they are supporting the a player then disciplinary action can be taken against them as per an affiliated club member.
4. Affiliated club supporters are shall not be classed as a affiliated club member however if they are supporting the club then disciplinary action can be taken against them as per an affiliated club member.

13 General Rights of Members

1. An affiliated club member of the PJFA who is entitled to vote has the right—
 - (a) to receive notice of an annual general meeting or special general meeting in the manner and time prescribed by these Rules from their affiliated club; and
 - (b) to submit items of business for consideration at a annual general meeting or special general meeting; and
 - (c) to attend and be heard at an annual general meeting or special general meeting; and
 - (d) to vote at a annual general meeting or special general meeting; and

- (e) to have access to the minutes of annual general meetings and other documents of the PJFA as provided under rule 67
- 2. Life members do not have voting rights at any annual general meeting or special general meeting of the PJFA

Division 2—Disciplinary action

14 Grounds for Taking Disciplinary Action

The PJFA may take disciplinary action against a affiliated club or affiliated club member or affiliated club player, in accordance with this Division if it is determined that the respondent —

- (a) has refused or neglected to comply with these Rules or PJFA, AFL Vic, Rules, By- Laws or Policies; or
- (b) refuses to support the purposes of the PJFA; or
- (c) has been found guilty of conduct unbecoming of a member, registered player or official
- (d) has engaged in conduct prejudicial to the PJFA.

15 Disciplinary Sub-Committee

- 1. The executive committee may resolve to proceed under Rule 18, to refer the matter to the AFL Vic for advice or disciplinary actions.
- 2. Subject to the provisions of Rule 19.1, where the executive committee is satisfied that there are sufficient grounds for taking disciplinary action against a respondent, the executive committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the respondent.
- 3. The members of the disciplinary subcommittee—
 - (a) may be executive committee members, members of the PJFA, HFNL & SWDFNL or anyone else that they see fit; but
 - (b) must not be biased against, or in favor of, the respondent.

16 Notice to Member

- 1. Before disciplinary action is taken against a respondent, the executive committee must give written notice to the respondent —
 - (a) stating that the PJFA proposes to take disciplinary action against the respondent; and
 - (b) stating the grounds for the proposed disciplinary action; and
 - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the *disciplinary meeting*); and
 - (d) advising the respondent that he or she may do one or both of the following—
 - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;

- (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
 - (e) setting out the member's appeal rights under Rule 18.
 - (f) all players facing disciplinary action shall have a parent or guardian present at all times.
- 2. The notice must be given no earlier than seven (7) days, and no later than twenty eight (28) days, before the disciplinary meeting is held.

17 Decision of Sub-Committee

- 1. At the disciplinary meeting, the disciplinary subcommittee must—
 - (a) give the respondent an opportunity to be heard; and
 - (b) consider any written statement submitted by the respondent.
- 2. After complying with sub rule (1), the disciplinary subcommittee may—
 - (a) take no further action against the respondent; or
 - (b) subject to sub rule (3)—
 - (i) reprimand the respondent; or
 - (ii) suspend the membership rights of the respondent for a specified period; or
 - (iii) expel the respondent from the PLFA.
- 3. The suspension of membership rights or the expulsion of a respondent by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

18 Appeal Rights

- 1. A person whose membership rights have been suspended or who has been expelled from the PJFA under Rule 14 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- 2. The notice of appeal shall must be in writing and given to the disciplinary subcommittee member no later than 48 hours after the decision.
- 3. An appeal shall be conducted in accordance with Commission.

Division 3—Grievance procedure

19 Application

- 1. The grievance procedure set out in this Division applies to disputes under these Rules between—
 - (a) a affiliated club and another affiliated club;
 - (b) a affiliated club and the executive committee;
 - (c) the executive committee and a PJFA Player.
- 2. A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

20 Parties Must Attempt to Resolve the Dispute

The parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days of the dispute coming to the attention of each party.

21 Appointment of Mediator

1. If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Rule 20, the parties must within ten (10) days—
 - (a) notify the executive committee or the Commission of the dispute; and
 - (b) agree to or request the appointment of a mediator; and
 - (c) attempt in good faith to settle the dispute by mediation.
2. The mediator must be—
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement—
 - (i) if the dispute is between a affiliated club and another affiliated club —a person appointed by the executive committee; or
 - (ii) if the dispute is between a affiliated club and the executive committee —a person appointed or employed by the Commission.
3. A mediator appointed by the executive committee may be a member or former member of the PJFA but in any case must not be a person who—
 - (a) has a personal interest in the dispute; or
 - (b) is biased in favor of or against any party.

22 Mediation Process

1. The mediator to the dispute, in conducting the mediation, must—
 - (a) give each party every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
2. The mediator must not determine the dispute.

23 Failure to Resolve Dispute by Mediation

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

PART 4—ANNUAL GENERAL & SPECIAL GENERAL MEETINGS OF THE PJFA

24 Annual General Meetings

1. The executive committee must convene an annual general meeting of the PJFA to be held within three (3) months after the end of each financial year.
2. The executive committee shall determine the date, time and place of the annual general meeting.
3. The ordinary business of the annual general meeting is as follows—
 - (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
 - (b) to receive and consider—
 - (i) the annual report of the executive committee on the activities of the PJFA during the preceding financial year; and
 - (ii) the financial statements of the PJFA for the preceding financial year submitted by the executive committee in accordance with Part 7 of the Act;
 - (c) to elect a member to represent them on the executive committee;
 - (d) to confirm or vary the amounts (if any) of the annual affiliation fee.
4. The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

25 Notice of Annual General Meetings

1. executive committee must give to each affiliated club of the PJFA—
 - (a) at least twenty one days' notice of a annual general meeting.
2. The notice must—
 - (b) specify the date, time and place of the annual general meeting; and
 - (c) indicate the general nature of each item of business to be considered at the meeting; and
 - (d) seven days prior annual general meeting shall forward all ballot nomination to each affiliated club
3. Affiliated clubs must forward all items of business to the executive committee no later than 14 days prior to the annual general meeting.

26 Special General Meetings

1. The executive committee shall convene a Special General Meeting of the PJFA;
 - (a) upon the direction of AFL Victoria
 - (b) upon the request of two or more of affiliated clubs in writing, which must state

date, the objectives of the meeting and shall be signed by the affiliated Clubs Presidents requesting the meeting.

2. The notice convening the Special General Meeting must be forwarded by the executive committee to each affiliated club at that clubs registered email address, not less than 48 hours prior to the meeting stating the place, date and time of the meeting, and the nature of the business to be transacted and any resolutions to be proposed.
3. No business other than that set out in the objectives stated under sub rule 26-1(b) may be conducted at the special general meeting.
4. If the executive committee does not convene a special general meeting within twenty one days after the date on which the request is made, the members making the request (or any of them) may convene the special general meeting.
5. A special general meeting convened by members under sub rule must be held within thirty days after the date on which the original request was made.

27 Entitlement of Voting at Annual General Meeting or Special General Meetings

- (a) To be eligible to vote the voter must be present at the Annual General Meeting or Special Meeting and be over the age of (18) eighteen year.
- (b) be an affiliated club member or-
- (c) be an affiliated member with AFL Victoria

28 Proxies

Proxy voting shall not be permitted at any meetings of the PJFA.

29 Quorum at Annual General Meetings & Special General Meetings

1. No business may be conducted at an annual general meeting or a special general meeting unless a quorum of members is present.
2. The quorum for an annual general meeting is—
 - (a) $\frac{3}{4}$ of the current in office executive committee members elected.
 - (b) the physical presence of 3 members (minimum) from each affiliated club—
 - (i) With a least 5 of the 6 clubs to be present.
 - (c) each affiliated club member must be eligible to vote as per rule 27.
 - (d) the quorum shall be counted and recorded prior to the commencement
3. If a quorum is not present within 30 minutes after the notified commencement time of a annual general meeting—
 - (a) The Meeting shall—
 - (i) be re scheduled to a date not more than 21 days after the original scheduled date; and
 - (ii) notice of the date, time and place to which the meeting is re scheduled must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.

4. If a quorum is not present within 30 minutes after the time to which a meeting has been adjourned under sub rule 3(a), the members present at the meeting (if not fewer than 50%) may proceed with the business of the meeting as if a quorum were present.
5. Any clubs not present at the original allocated time of the annual general meeting shall face discipline action during the following seasons new player allocations.

30 Adjournment of Annual general meeting

1. The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.
2. Without limiting sub rule (1), a meeting may be adjourned—
 - (a) if there is insufficient time to deal with the business at hand; or
 - (b) to give the members more time to consider an item of business.
3. No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
4. Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with Rule 25.

31 Voting at Annual general meeting

1. On any question arising at a general meeting—
 - (a) subject to sub rule 3, each member who is entitled to vote has one vote; and
 - (b) members shall vote personally; and
 - (c) except in the case of a special resolution, the question must be decided on a majority of votes.
 - (d) Eligibility of voting shall be in accordance with rule 27.
2. If votes are divided equally on a question, the Chairperson of the meeting shall have a casting vote.
3. If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.

32 Special resolutions

A special resolution is passed if not less than three quarters of the members voting at a general meeting vote in favor of the resolution.

33 Determining whether resolution carried

1. Subject to subsection (2), the Chairperson of a annual general meeting may, on the basis of a show of hands, declare that a resolution has been—
 - (a) carried; or
 - (b) carried unanimously; or
 - (c) carried by a particular majority; or

(d) lost—

and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.

2. If a poll (where votes are cast in writing) is demanded by three or more members on any question—
 - (a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
 - (b) the Chairperson must declare the result of the resolution on the basis of the poll.
3. A poll demanded on a question of an adjournment must be taken immediately.
4. A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

34 Minutes of Meetings

1. The Executive Committee must ensure that minutes are taken and kept of each annual general meeting, special general meeting and Delegates meeting.
2. The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
3. In addition, the minutes of each annual general meeting must include—
 - (a) the names of the members attending the meeting; and
 - (b) the financial statements submitted to the members in accordance with Rule 24(3)(b)(ii); and
 - (c) the certificate signed by two Executive Committee members certifying that the financial statements give a true and fair view of the financial position and performance of the PJFA; and
 - (d) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

PART 5—THE COMMISSION

Division 1—Powers of the Executive Committee

35 Role and Powers

1. The business of the PJFA shall be managed by or under the direction of the Executive Committee and with the guidance of AFL Victoria.
2. The Executive Committee may exercise all the powers of the PJFA except those powers that these Rules or the Act require to be exercised by general meetings of the members of the PJFA
3. The Executive Committee may—
 - (a) establish subcommittees consisting of members with terms of reference it considers appropriate.
 - (b) Suspend or Expel any player or Affiliated club member who does not conduct their manner within the greater interest of PJFA, as per Rule 14.

36 Delegation

1. The Executive Committee may delegate to a member of the Executive Committee, a subcommittee or staff, any of its powers and functions other than—
 - (a) this power of delegation; or
 - (b) a duty imposed on the Executive Committee by the Act or any other law.
2. The delegation must be in writing and may be subject to the conditions and limitations the Executive Committee considers appropriate.
3. The Executive Committee may, in writing, revoke a delegation wholly or in part.

Division 2—Composition of the Executive Committee and Duties of Members

37 Composition of the Executive Committee

The PJFA Executive Committee shall consist of—

- (a) a President; and
- (b) a Vice-President; and
- (c) a Administrator; and
- (d) a Executive Committee person.

38 General Duties

1. As soon as practicable after being elected or appointed to the Executive Committee, each Executive Committee member must become familiar with these Rules and the Act.
2. The Executive Committee is collectively responsible for ensuring that the PJFA complies with the Act and that individual members of the Executive Committee comply with these Rules.
3. Executive Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
4. Executive Committee members must exercise their powers and discharge their duties—
 - (a) in good faith in the best interests of the PJFA; and
 - (b) for a proper purpose.
5. Executive Committee members and former Executive Committee members must not make improper use of—
 - (a) their position; or
 - (b) information acquired by virtue of holding their position—so as to gain an advantage for themselves or any other person or to cause detriment to the PJFA.
6. In addition to any duties imposed by these Rules, a Executive Committee member must perform any other duties imposed from time to time by resolution at a general meeting.
7. The PJFA President elected in accordance with these rules, shall act as Chair of the PJFA Executive Committee of Management.

39 President

1. Subject to sub rule 38.7, the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any Delegate meetings.
2. The President Shall –
 - (a) offer support to the administrator when requested.
 - (b) hold the casting vote when required.
 - (c) stand on a sub-committee.
 - (d) support all Affiliate Club

40 Vice President

1. Subject to sub rule 39.1, if the President's absence, the Vice-President is the Chairperson for any general meetings and for any Delegate meetings.
2. The Vice President Shall –
 - (a) offer support to the administrator when requested.
 - (b) stand on a sub-committee.

- (c) support all Affiliate Club

41 Administrator

1. The PJFA may appoint an Administrator, who shall perform any duty or function required under the Act, to be performed by the 'Administrator' of an incorporated association. This shall include but not limited to responsibility for lodging documents of the PJFA with the Registrar.
2. The Administrator, must—
 - (a) maintain the register of all affiliated clubs and affiliated club players and affiliated club position holders; and
 - (b) keep custody of the common seal of the PJFA and, including the financial records referred to in Rule 67-1(c), all books, documents and securities of the PJFA in accordance with Rules 62 and;
 - (c) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
 - (d) perform any other duty or function imposed on the President by these Rules.
- (a) ensure that the financial records of the PJFA are kept in accordance with the Act; and
- (b) coordinate the preparation of the financial statements of the PJFA for audit and their certification by the Commission prior to their submission to the annual general meeting of the PJFA.
3. The President must give to the Registrar notice of his or her appointment within 14 days after the appointment.
4. The Administrator must ensure that at least one Executive Committee member has access to the accounts and financial records of the PJFA
5. The Administrator shall —
 - (a) receive all moneys paid to or received by the PJFA and issue receipts for those moneys in the name of the PJFA; and
 - (b) ensure that all moneys received are paid into the accounts of the PJFA within 3 working days after receipt; and
 - (c) make any payments authorised by the Executive Committee or by a general meeting of the PJFA from the PJFA 's funds; and
 - (d) ensure cheques are signed by at least (1) other Executive Committee members
 - (e) ensure compliance with Part 6 of these Rules in relation to Financial Matters.

42 Executive Committee Person

1. The Executive Committee Person Shall –
 - (a) offer support to the administrator when requested.
 - (b) stand on a sub-committee.
 - (c) support all Affiliate Club

Division 3—Election of Executive Committee Members and Tenure of Office

43 Eligibility of a Executive Committee Member

A member is eligible to be elected or appointed as a Commissioner if the member —

- (a) Is 18 years or over; and
- (b) Does not hold any office position (elected or otherwise) with an affiliated club.

44 Election of Executive Committee

1. The PJFA Executive Committee Member must not hold any office position (elected or otherwise) of any affiliated Club.
2. Executive Committee Member elections for the position of PJFA Executive Committee Member shall be held at the Annual General Meeting, and the appointment shall be for a period of one years for their 1st term in office.
3. Upon the expiration of the 1st term, the appointee shall be eligible for re-election as an Executive Committee member at the next Annual General Meeting. The appointee must make their intentions of nomination for re-election to the PJFA 28 days prior to the Annual General Meeting. Each term of re-election is for (1) year only.
4. If the number of nominations exceeds the number of Executive Committee Member positions for each particular position, a ballot must be held in accordance with Rule 46.

45 Nominations

1. Any Affiliated club may nominate a person to stand for a position within the Executive Committee.
2. The Executive Committee can nominate a person to stand for a position within the Executive Committee.
3. Each nomination shall be in writing and shall list:
 - (a) acknowledge his/her willingness to stand for the position of which they are being nominated for
 - (b) provide a brief outline of the skills or abilities he or she would bring to the Executive Committee
 - (c) be co-signed by the nominee of a affiliated club or by one member of the Executive Committee. Each affiliated club can only nominate (1) person for each position on Executive Committee.
 - (d) All nominations shall be lodged with the Executive Committee at least fourteen (14) days prior to the Annual General Meeting. The Executive Committee shall circulate all nominations to all affiliated clubs no later than seven(7) days prior to

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the Annual General Meeting.

- (e) If all items (a)-(d) are for filled then the nominee does not have to be present at the Annual General Meeting.

46 Ballot

1. In the event that the number of nominees exceed the number of positions vacant, a secret ballot will be conducted at the Annual General Meeting
2. If a ballot is required for the election for a position, the Current President shall act as returning officer to conduct the ballot, or choose a Current Executive Committee member to act as returning officer.
3. Before the ballot is taken, each candidate may make a short speech in support of his or her election.
4. The Executive Committee shall have pre drafted ballot papers with each candidate name and position of nomination.
5. Eligibility of voting shall be in accordance with rule 27.
6. No proxy votes or pre votes shall be allowed.
7. Ballot paper shall be counted in a separate room under the presents of (1) delegate from each affiliated club and the Executive Committee members. No candidate's can be present during counting. If all Executive Committee members are candidates, then only the Current President shall be in the counting room with the delegates.
8. The Current President must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
9. If the Current President is unable to declare the result of an election under sub rule (8) because 2 or more candidates received the same number of votes, the Current President must—
 - (a) conduct a further election for the position in accordance with sub rules (4) to (9) to decide which of those candidates is to be elected; or
 - (b) with the agreement of those candidates, decide by lot which of them is to be elected.

(NOTE: The choice of candidate may be decided by the toss of a coin, drawing straws or drawing a name out of a hat.)

47 Term of Office

1. Subject to sub rules (2) and rule 44.3, a Executive Committee Member holds office until the positions of a Executive Committee Member are declared vacant at the next annual general meeting.
2. A Executive Committee Member may be re-elected as per rule 44.3

48 Vacation of Office

The office of a Executive Committee member shall become vacant if a Executive Committee member:-

1. submits his or her resignation in writing to the PJFA;

2. dies or becomes physically or mentally incapacitated to an extent which interferes with the performance of his or her duties as a Executive Committee member: or
3. is prohibited for any reason from being a Executive Committee member under the Corporations Law
4. fails to attend 3 consecutive Delegates meeting (other than special or urgent Commission meetings) without leave of absence under rule 59; or
5. otherwise ceases to be a Executive Committee member by operation of section 78 of the Act.

49 Filling Casual Vacancies

1. The Executive Committee and Delegates may appoint an eligible person to fill a position on the Executive Committee that:
 - (a) has become vacant under rule 48; or
 - (b) was not filled by election at the last annual general meeting.
2. In the event of a casual vacancy by any Executive Committee member, the Executive Committee and Delegates may appoint any suitable person to the office and that person may continue in office up to and including the conclusion of the Annual General Meeting following his or her appointment
3. Rule 47 applies to any Executive Committee member appointed by the PJFA under sub rule (1) or (2).
4. The Executive Committee may continue to act despite any vacancy in its membership, except under provisions of a quorum as per Rule 55.

Division 4—Meetings of the delegates & executives

50 Delegates Meetings

1. The delegates & executives must meet at least 4 times in each year (Inclusive of annual general meeting) at the dates, times and places determined by the executive committee
2. The date, time and place of the first Delegates meeting must be determined by the members of the executive committee, as soon as practicable after the annual general meeting of the PJFA at which the members of the Commission were elected.
3. Special Delegates meetings may be convened by the executive committee or by any 3 of the 6 Affiliated Club on request to the executive committee

51 Notice of Delegate Meetings

1. Notice of each Delegate meeting must be given to each Affiliated Club no later than 7 days before the date of the meeting.
2. Notice may be given of more than one Delegate meeting at the same time.
3. The notice must state the date, time and place of the meeting.
4. If a special Delegate meeting is convened, the notice must include the general nature of the business to be conducted. The only business that may be conducted at the meeting is the business for which the meeting is convened.

52 Urgent Meetings

1. In cases of urgency, a meeting can be held without notice being given in accordance with rule 55 provided that as much notice as practicable is given to each Affiliated Club by the quickest means practicable.
2. Any resolution made at the meeting must be passed by an absolute majority of the Delegate meeting members. The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

53 Procedure and Order of Business

1. The procedure to be followed at a delegates meeting shall be determined from time to time by the Chair person.
2. The order of business may be determined by the members present at the meeting.

54 Use of technology

1. A executive member who is not physically present at a delegates meeting may participate in the meeting by the use of technology that allows that executive member and the all members present at the meeting to clearly and simultaneously communicate with each other.
2. For the purposes of this Part, a executive member participating in a delegates meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

55 Quorum

1. No business may be conducted at a Delegates meeting unless a quorum is present.
2. The quorum for a Delegates meeting is the presence in person or as allowed under rule 54.
3. The required quorum is –
 - (a) Executive Committee; $\frac{3}{4}$ of members elected.
 - (b) Affiliated Club; Representatives from 4 of the 6 clubs must be present.
 - (c) Only (1) delegated from each affiliated club shall have a vote.
 - (d) Affiliated Clubs may elect to have a second member present for the purpose of taking notes. Their presents cannot be taken into consideration for Quorum numbers.
4. If a quorum is not present within 30 minutes after the notified commencement time of a Commission meeting –
 - (c) in the case of a special meeting—the meeting lapses;
 - (d) in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 51.

56 Voting – Delegates Meetings

1. On any question arising at a Delegates meeting, each member present at the meeting has

one vote. (Each Affiliated Club present has 1 vote only)

2. A motion is carried if a majority of members present at the meeting vote in favour of the motion.
3. If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
4. Voting by proxy is not permitted.

57 Conflict of Interest

1. A executive committee member who has a material personal interest in a matter being considered at a Delegates meeting, must disclose the nature and extent of that interest to the executive committee
2. The executive committee member —
 - (a) must not be present while the matter is being considered at the meeting; and
 - (b) must not vote on the matter.
3. This rule does not apply to a material personal interest
 - (c) that exists only because the member belongs to a class of persons for whose benefit the PJFA is established; or
 - (d) that the member has in common with all, or a substantial proportion of, the members of the PJFA.

58 Minutes of Meeting

1. The executive committee must ensure that minutes are taken and kept of each Delegate meeting.
2. The minutes must record the following —
 - (a) the names of the members in attendance at the meeting;
 - (b) the business considered at the meeting;
 - (c) any resolution on which a vote is taken and the result of the vote;
 - (d) any material personal interest disclosed under rule 57.

59 Leave of absence

1. The executive committee may grant a executive committee member leave of absence from Delegates meetings for a period not exceeding three (3) months.
2. The executive committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the executive committee member to seek the leave in advance.

PART 6—FINANCIAL MATTERS

60 Source of Funds

1. The funds of the PJFA and Affiliated Clubs, may be derived from joining fees, annual subscriptions, levies, donations, fund-raising activities, sale of goods, grants, fines, interest and any other sources approved by the executive committee
2. The executive committee shall have the power to impose levies & fines upon Affiliated Clubs if such is necessary.

61 Management of Funds

1. The PJFA must open an account with a financial institution from which all expenditure of the PJFA is made and into which all of the PJFA's revenue is deposited.
2. The executive committee may approve the establishment of additional accounts with financial institutions for specific purposes
3. Subject to any restrictions imposed by a general meeting of the PJFL, the executive committee may approve expenditure on behalf of the PJFA
4. The executive committee may authorise the Administrator to expend funds on behalf of the PJFA (including by electronic funds transfer) up to a specified limit without requiring approval from the executive committee for each item on which the funds are expended.
5. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 executive committee members.
6. All funds of the PJFA must be deposited into the financial account of the PJFA no later than five (3) working days after receipt.
7. With the approval of the executive committee the Administrator may maintain a cash float provided that all money paid from or paid into the float is accurately counted, recorded and signed for at the time of the transaction
8. Subject to the approval of Affiliated Clubs, the executive committee shall ensure that all accumulated PJFA funds be used for the benefit of PJFA Clubs.

62 Financial Records

1. The PJFA must keep financial records that —
 - (a) correctly record and explain its transactions, financial position and performance; and
 - (b) enable financial statements to be prepared as required by the Act.
2. The PJFA must retain the financial records for seven (7) years after the transactions covered by the records are completed.
3. The Administrator must keep in his or her custody, or under his or her control —
 - (c) the financial records for the current financial year; and
 - (d) any other financial records as authorised by the executive committee

63 Financial Statements

1. For each financial year, the executive committee must ensure that the requirements under the Act relating to the financial statements of the PJFA are met.
2. Without limiting sub rule (1), those requirements include—
 - (a) the preparation of the financial statements in accordance with Australian Accounting Standards;
 - (b) the review or auditing of the financial statements;
 - (c) the certification of the financial statements by the executive committee;
 - (d) the submission of the audited financial statements to the annual general meeting of the PJFA
 - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

PART 7—GENERAL MATTERS

64 Common Seal

The PJFA shall have a common seal, of which

- (a) the name of the PJFA must appear in legible characters on the common seal;
- (b) a document may only be sealed with the common seal by the authority of the executive committee and the sealing must be witnessed by the signatures of two executive committee members;
- (c) the common seal must be kept in the custody of the Administrator.

65 Registered Address

The registered address of the PJFA is —

- (a) the address determined by the current elected administrator; or
- (b) a current elected executive committee member.

66 Notice Requirements

1. Any notice required to be given to a executive member, Affiliated Club or Delegate under these Rules may be given —
 - (c) by handing of the notice personally; or
 - (d) by sending it by post to the executive member, Affiliated Club or Delegate at their nominated address.
 - (e) by email or equivalent electronic transmission.
2. Sub rule (1) does not apply to notice given under rule 52.

67 Custody and Inspection of Books and Records

1. Members may on request inspect free of charge —
 - (f) the register of members;
 - (g) the minutes of general meetings;
 - (h) subject to sub rule (2), the financial records, books, securities and any other relevant document of the PJFA, including minutes of meetings.
2. The executive committee may refuse to permit a member to inspect records of the PJFA that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the PJFA
3. The executive committee must on request make copies of these rules available to members and applicants for membership free of charge.
4. Subject to sub rule (2), a member may make a copy of any of the other records of the PJFA referred to in this rule and the PJFA may charge a reasonable fee for provision of a copy of such a record.
5. For purposes of this rule —

relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the PJFA and includes the following —

 - (i) its membership records
 - (j) its financial statements;
 - (k) its financial records;
 - (l) records and documents relating to transactions, dealings, business or property of the PJFA

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68 Winding Up and Cancellation

6. The PJFA may be wound up voluntarily by special resolution.
7. In the event of the winding up, cancellation or disbanded of the incorporation of the PJFA, the surplus assets of the PJFA must not be distributed to any members or former members of the PJFA
8. Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the PJFA and which is not carried on for the profit or gain of its individual members.
9. The body to which the surplus assets are to be given must be decided by special resolution.

69 Alteration of Rules

These Rules may only be altered by special resolution or at the annual general meeting of the PJFA